

BYLAWS OF THE ACADEMY OF NEUROLOGIC PHYSICAL THERAPY, INC. OF THE AMERICAN PHYSICAL THERAPY ASSOCIATION

ARTICLE I: NAME

The name of this organization is the Academy of Neurologic Physical Therapy, Inc., hereinafter referred to as the Academy, shall be a Section of the American Physical Therapy Association, hereinafter referred to as the Association.

ARTICLE II: PURPOSE

The purpose of the Academy shall be to provide a means by which Association members having a common interest in neurologic function and dysfunction may meet, confer, and promote these interests.

ARTICLE III: OBJECTIVES

The objectives of the Academy shall be to:

- A. Promote the development and dissemination of new knowledge concerning physical therapy management of persons with neurologic dysfunction.
- B. Promote standards of ethical and moral conduct in the physical therapy management of persons with neurologic dysfunction.
- C. Promote the use of science in neurologic clinical practice and in the academic and clinical training of new therapists.
- D. Promote standards of scientific acceptability in neurologic research.
- E. Serve as a major source of information on neurologic physical therapy for the profession of physical therapy and for the Association.
- F. Represent the interest of the Academy members to the official decision-making bodies of the Association.
- G. Provide such services as will further its purpose.

ARTICLE IV: MEMBERSHIP

Section 1: Categories and Qualifications of Members

Academy membership categories and qualifications for Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Student Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, Life Physical Therapist Assistant, and Student Physical Therapist Assistant shall be the same as those of the Association.

Section 2: Rights and Privileges of Members

The rights and privileges of the Academy's members shall be as provided in the Association's bylaws, and Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members shall have one vote.

Section 3: Application for and Admission to Membership

The payment of Academy dues appropriate to their category of membership by members in good standing in the Association shall constitute application for and admission to Academy membership.

Section 4: Good Standing

An individual member is in good standing within the meaning of these bylaws if the member is in good standing in the Association.

Section 5: Disciplinary Action

- A. Any member of the Academy who is suspended by the Association shall have their membership privileges suspended from the Academy. Any member of the Academy who is expelled from membership in the Association shall be expelled from Academy membership.
- B. Any member of the Academy who fails to make timely payment of required Academy dues shall be expelled from Academy membership.

Section 6: Reinstatement

Any former member of the Academy who is in good standing in the Association may be reinstated to membership in the Academy by payment of the required Academy dues.

Section 7: Electronic Voting

A. Academy members may vote electronically on special matters as approved by the Board of Directors. For purposes of electronic voting, the entire Voting Membership shall be deemed present during the voting process. Notice of special matters subject to an electronic vote shall contain a detailed explanation of the matters to be voted on by the Voting Membership and shall be provided electronically to all Voting Members. An adequate time period will be offered to submit an electronic vote, and the dates for submitting an electronic vote will be clearly stated. Appropriate measures will be employed to ensure a fair and accurate balloting process. A minimum return of 100 ballots should be required for the election to be valid.

ARTICLE V: SPECIAL INTEREST GROUPS

Section 1: Special Interest Groups

- A. A Special Interest Group shall:
 - 1. Operate under standing rules that shall be consistent with Academy and Association bylaws and that shall be approved by the Academy's Board of Directors.
 - 2. Not levy special assessments that carry punitive action of loss of good standing.
- B. Special interest groups of the Academy may be established and/or dissolved in accordance with the rules and conditions specified by the Standing Rules specified by the Academy's Board of Directors.

Section 2: Limitations

Special Interest Groups are subject to the following limitations:

- A. Bylaws and policies of the Association and the Academy.

- B. No Special Interest Group shall profess or imply that it speaks for or represents the Academy or members other than those currently holding membership in the Special Interest Group unless authorized by the Academy's governing body.

ARTICLE VI: MEETINGS

Section 1: Annual Meeting

A. Purpose

The annual meeting of the Academy shall be held for the purpose of conducting the Academy's business and other activities in accordance with the objectives of the Academy. The annual meeting of the Academy shall have the power to adopt and amend the bylaws of the Academy, to adopt policies of the Academy, to ensure mandates to the Academy's Board of Directors, and to create and appoint special committees, as it deems necessary.

B. Place and Time

The annual meeting of the Academy shall be held at the time and place of the Combined Sections Meeting (CSM) of the Association or in the event that the Combined Sections Meeting does not take place, the annual meeting will be held at a time and in a manner identified by the Board.

Section 2: Special Meetings

A special meeting may be called by five (5) members of the Board of Directors or upon written request of 40% of the membership.

Section 3: Notice of Meeting Requirements

Notice of all meetings must be provided to the membership at least thirty (30) days prior to the date of the respective meeting.

Section 4: Quorum

Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members of the Academy shall have the privilege of voting at such meetings of the Academy. At least twenty-five (25) voting members of the Academy must be present.

Section 5: Minutes

All meeting minutes shall be submitted to the Association within forty-five (45) days of the date of the meeting.

ARTICLE VII: BOARD OF DIRECTORS

Section 1: Composition

The Board of Directors of the **Academy** shall consist of the President, President-Elect, Vice President, Secretary, Treasurer, Director of Communication, Director of Education, Director of Knowledge Synthesis, Director of Practice, and Director of Research.

Section 2: Vacancies

In the event that a position on the Board, other than the President, becomes vacant for any reason, the Board of Directors shall fill the vacancy by appointment for the unexpired portion of the term. In the event of a vacancy in the office of the President-Elect, the position will remain vacant, and a special election for the President will be held in the next election cycle.

Section 3: Qualifications

- A. Physical Therapist, Retired Physical Therapist, and Life Physical Therapist, may hold office subject to the limitations specified in the Association bylaws, Article IV, Section 2.B(3)b. Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members may hold office, with the exception of the office of President, President-Elect, Vice President, Director of Research, Chief Delegate, or any position that may succeed to the Presidency.

Section 4: Rights, Duties, and Responsibilities

- A. Members of the Board of Directors shall assume office on July 1.
- B. The term of office of each elected member of the Board of Directors, except President-Elect/President, shall be three (3) years or until the election of their successor. The President-Elect shall serve one (1) year as President-Elect, upon the completion of which, the President-Elect shall serve three (3) years as President.
- C. No member shall hold more than one position on the Board of Directors with the exception of the person holding the position of President-Elect. If at the time of the President-Elect's election, that person holds a position on the Board, that person may complete that term so long as that term ends before the President-Elect assumes the position of President. If the President-Elect is completing service in another position (i.e., holding two positions on the Board) that person will have only one (1) vote on the Board of Directors.
- D. No elected member shall serve more than three (3) complete consecutive terms on the Board of Directors or more than two (2) complete consecutive terms in the same office or position. The combined service of President-Elect and President shall be considered as serving one (1) term in office. Appointed members serve three (3) year terms which can be renewed.
- E. Any elected member of the Board of Directors may be removed from such office by a 90% vote of the Board members present and voting at any regular or special meeting of the Board, for violation of these bylaws or engaging in such other conduct prejudicial to the best interests of the Academy. Such removal may occur only if the member involved is first provided.

1. With adequate notice of the charges against him or her in the form of a statement of such charges and of the time and place of the meeting of the Board of Directors scheduled for the purpose of the hearing or considering such action, sent by certified or registered mail to the last known address of such member; and
2. The opportunity to appear before the Board of Directors or forward a written statement thereto in presentation of any defense of such charges, no later than thirty (30) days after the sending of such notice.

In these regards, the Board of Directors shall act on the basis of reasonable and consistent criteria, always with the objective of advancing the best interests of the Academy.

- F. Carry out the mandates and policies of the Academy as determined by the annual meeting and any other meetings of the Academy. Between annual meetings, the Board of Directors may make and enforce such policy on behalf of the Academy as is consistent with the mandates and policies determined by the annual meeting and any other meetings of the Academy.
- G. Direct all business and financial affairs for and on behalf of the Academy, prepare the Academy's annual budget, be responsible for all of the Academy's property and funds, and provide for an annual audit.
- H. Foster the growth and development of the Academy and its Special Interest Groups.
- I. Direct and determine the priority of all activities and expenditures in fulfillment of the Academy's Purpose and Objectives.

Section 5: Specific Duties

A. President

The President shall be responsible for preparing the agenda for and shall preside at the annual meeting and any other meetings of the Academy and all meetings of the Board of Directors. The President shall be an ex-officio member of all committees except the Nominating Committee. The President shall submit to the Association and the membership of the Academy an annual report in writing of the activities of the Academy. The President shall interact with other Sections of the Association regarding common needs, resources and planning, in unison with the Board of Directors of the Academy. The President shall serve as Alternate Delegate to the Association's House of Delegates.

B. President-Elect

The President-Elect shall assist the President in the conduct of all Academy activities in accord with assignments made by the President.

C. Vice President

The Vice President shall assume the duties of the President if the President is absent or incapacitated. The Vice President shall assist the President in all activities of the Academy and the Board of Directors.

D. Secretary

The Secretary shall present all records and documents of the Academy at business meetings and keep a correct and permanent record of the meetings and transactions of the Academy. The Secretary shall be custodian of books, records, manuscripts, and correspondence of the Academy or delegate this

duty to an appropriate committee. The Secretary shall complete other secretarial functions of the Board of Directors as may be required. The Secretary shall serve as Chief Delegate to the Association's House of Delegates.

E. Treasurer

The Treasurer shall be custodian of all the funds of the Academy and shall be accountable for their safekeeping. The Treasurer shall receive and disburse all funds and shall submit comprehensive reports of the financial status of the Academy in writing, to the membership of the Academy and to the Association, as required.

F. Director of Communication

The Director of Communication oversees dissemination of all Academy information via the Academy's electronic and written media in conjunction with the Digital Communications and News Chairs and *Journal of Neurologic Physical Therapy's* Editor.

G. Director of Education

The Director of Education oversees the educational mission of the Academy and coordinates Academy activities. The Director determines strategic direction for the Academy's educational agenda as it relates to the identification of educational needs, development of educational opportunities, and delivery of high-quality educational programs and products to Academy members.

H. Director of Knowledge Synthesis

The Director of Knowledge Synthesis oversees the Academy's evidence-based document activities. The Director determines strategic direction for the Academy's evidence-based documents as it relates to needs, opportunities, and scientifically rigorous development.

I. Director of Practice

The Director of Practice oversees the practice mission of the Academy, including advocacy. The Director determines strategic direction for the Academy's practice and advocacy agendas.

J. Director of Research

The Director of Research oversees the research mission of the Academy that includes coordination of Academy activities with the Research chair and determines strategic direction for the Academy's research agenda as it relates to neurologic physical therapy.

K. Special Appointments

Other than the chairs of the Nominating and Finance Committees, all committee chairs and the *Journal of Neurologic Physical Therapy* Editor are appointed by the elected members of the Board of Directors. The Board of Directors may also appoint special committees, task forces, or individuals as deemed necessary. Composition, tenure, reporting, and other responsibilities of such entities shall be determined by the Board of Directors.

Section 6: Meetings

A. Regular Meetings

The Board of Directors shall meet not less than once a year.

B. Special Meetings

The President may call a special meeting of the Board of Directors and must call a special meeting on written request of three members of the Board.

C. Conference Calls

Conference calls are planned regularly.

D. Notice

All members of the Board of Directors must be notified at least seven (7) days before the date fixed for the meeting.

E. Quorum

Five (5) voting members shall constitute a quorum.

ARTICLE VIII: COMMITTEES

Section 1: Finance Committee

The Finance Committee shall be composed of the Treasurer and two members in good standing appointed by the Board of Directors. The Treasurer will serve as Chair of the Finance Committee.

Section 2: Nominating Committee

The Nominating Committee shall consist of three eligible members; one member shall be elected each year, which shall serve a term of three years or until the election of his/her successor. The senior member of the committee shall serve as Chair. Any vacancies shall be filled by the Board of Directors until the next regular election at which time the vacant position shall be filled for the remainder of the term.

ARTICLE IX: DELEGATES TO THE ASSOCIATION'S HOUSE OF DELEGATES

Section 1: Qualifications

- A. The qualifications of the delegate shall be as stated in the Association's bylaws and a member in good standing in the Academy.
- B. An Academy delegate may not, in the same year, serve as Chapter or Assembly delegate.
- C. The Academy shall notify Association headquarters of the name of the Academy Chief Delegate, Delegate and Alternate Delegate, as required by the Association and the Standing Rules of the House of Delegates.
- D. The Academy must be represented in the House of Delegates every year by two Academy Delegates and alternate Delegate.

Section 2: Election

The Secretary shall serve as Chief Delegate, with election per Article X. The Delegate shall be elected for a 3-year term, per Article X. The President shall serve as the Alternate Delegate.

- A. The term of service as the Academy's Chief Delegate and Delegate shall be three (3) years, as determined by their term of service.
- B. No member shall serve more than two (2) complete consecutive terms, or six (6) consecutive years, in any position of Chief Delegate, Delegate or Alternate Delegate.
- C. Vacancies
In the event that the Delegate shall be unable to serve, the Board of Directors shall fill the vacancy by appointment for the unexpired portion of the term.

Section 3: Duties of Delegates

- A. Attend the annual and special meetings of the House of Delegates of the Association.

- B. Represent the Academy's interests on matters that are brought before the Association's House of Delegates for deliberation and action.
- C. Study the matters that are brought before the Association's House of Delegates for deliberation and action, and solicit guidance on such matters from the membership and Board of Directors of the Academy.
- D. Report to the membership and the Board of Directors of the Academy the actions taken by the House of Delegates and the reasons for and implications of such actions.

ARTICLE X: ELECTIONS

- A. Members of the Board of Directors, and the Nominating Committee shall be elected by the Academy membership. Officers of each Special Interest Group (Chair, Chair-elect, Vice Chair, Secretary, and Nominating Committee) shall be elected by the membership of the respective Special Interest Group. Nominees must be a current Academy member in good standing and maintain such membership throughout their three (3) year elected term.
- B. Board and Delegate Positions will be staggered on three (3) electoral cycles:
 - 1. Cycle 1: Vice President, Director of Education, Delegate
 - 2. Cycle 2: Treasurer, Director of Research, Director of Knowledge Synthesis
 - 3. Cycle 3: Secretary, Director of Communications, Director of Practice.
 - 4. The President-Elect will be elected to a one (1) year term to be followed by three (3) years as President.
- C. The Nominating Committee shall present its candidates for office at CSM, after which the floor shall be open for further nominations.
- D. An electronic ballot shall be conducted between the Academy's Annual meeting and the Association's Annual Meeting or the Association's Annual Meeting of the House of Delegates if the Association's Annual Meeting is not held. A minimum return of 100 ballots should be required for the election to be valid.
- E. Election for each office or position shall be by a plurality of the valid votes cast. Physical Therapist, Retired Physical Therapist, and Life Physical Therapist, one (1) vote; Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant one (1) vote. In the case of a tie, the election shall be settled by lot.
- F. The Executive Officer shall tabulate the results of the election. The Nominating Committee Chair shall be responsible for verifying the election results.
- G. The Nominating Committee Chair shall report the results of the election to each of the nominees, to the Board of Directors, and at the first Academy meeting following the election and to the Association within forty-five (45) days.

ARTICLE XI: FINANCE

Section 1: Fiscal Year

The fiscal year of the Academy is the same as that of the Association.

Section 2: Limitation on Expenditures

No officer, employee, or committee shall expend any money not provided in the budget as adopted, or spend any money in excess of the budget allotment except by order of the Academy's Board of Directors. The Board shall not commit the Academy to any financial obligation in excess of its current financial resources.

Section 3: Dues

A. The dues for each category shall be:

1. Physical Therapist Member: \$55;
2. Physical Therapist Life Member: \$50; and Life Physical Therapist Assistant Member: \$25
3. Physical Therapist Assistant Member: \$30
4. Retired Physical Therapist Member: \$50; and Retired Physical Therapist Assistant Member: \$25
5. Physical Therapist Student Member (entry-level or post-professional) and Physical Therapist Assistant Student Member: \$20

B. All dues shall be for the period specified in the Association's bylaws.

C. Dues Changes

All dues changes approved by the Academy membership and Association Board of Directors before the Association's deadline will become effective on the first of the Academy's next fiscal year.

D. The Academy shall submit their annual financial statements, tax returns, and audit report to the Association when and as directed by APTA Headquarters.

E. The Board of Directors may offer reduced rates for Academy dues as an incentive to promote membership.

ARTICLE XII: DISSOLUTION

Section 1: Dissolution

The Academy may dissolve subject to a recommendation to dissolve supported by no less than three-fourths of the members of the Board of Directors and adopted by two-thirds of the Academy's members voting in a referendum on the question to dissolve, thereon in compliance with the requirements of the Indiana Not-For-Profit Corporation Action of 1971, as amended.

Section 2: Disposition of Property

In the event of dissolution of the Academy, all property and records of whatever nature in the Academy shall, after payment of all bona fide debts of the Academy, be turned over to the Association.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Academy in all cases, which they are applicable and in which they are consistent with these bylaws and any rules of order adopted by the Academy.

ARTICLE XIV: AMENDMENTS

Section 1: Amendment

Except as provided in Sections 2 and 3 below, these bylaws may be amended:

- A. At the Annual Meeting or any additional meeting of the Academy by a two-thirds vote of members present and voting, providing that notice of the proposed amendments has been given to the Academy's membership at least 30 days in advance of the meeting at which the proposed amendments are to be considered.
- B. By electronic vote by a simple majority of those Members responding, per Article IV, Section 7, and provided that notice of any the amendment is distributed to the Members in writing 30 days prior to the deadline for voting.

Section 2: Amendments Required by the Association

If the intent of an amendment is editorial or to bring the Academy's bylaws into agreement with those of the Association, the amendment shall be made as required by the President and Secretary and approved by the Board of Directors. The President shall notify the Academy's membership of such an amendment.

Section 3: Prior Approval by the Association

Amendments to the Academy's bylaws become effective upon approval in writing by the Association's Board of Directors. (Exception: changes in dues become effective on the first of the Academy's next fiscal year following approval.)

XV: ASSOCIATION AS A HIGHER AUTHORITY

In addition to these bylaws, the Academy is governed by the Association bylaws and standing Rules and by the Association's House of Delegates and Board of Directors Policies.